The Silent Performer

XL ENERGY LTD.

29th September, 2018

To The Vice President, Listing Department, National Stock Exchange of India Ltd. Plot No. C-1, G- Block, Bandra-Kurla Complex, Bandra(E), Mumbai -400051. NSE Symbol: XLENERGY	The General Manager, Listing Department, BSE Limited, Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. Scrip Code: 532788.

Dear Sir / Madam,

SUB: Proceedings and outcome of the Annual General Meeting of the Company held on 29th September, 2018.

This is with reference to the mentioned subject, pursuant to provisions of Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings and outcome of the Annual General Meeting of the Company held on Saturday, the 29th September, 2018 for the financial year 2017-18.

Kindly take the same on record.

Thanking you.

Yours truly,
For XL Energy Limited

XL ENERGY LIMITED * HYDERABAD *

Bhargavi M
Company Secretary

XL ENERGY LIMITED
CIN No. : L31300TG1985PLC005844
H/No. 19-66/11/D-4, Laxmipuram Colony, Opp. Dr. A.S.Rao Nagar,
ECIL, Kapra, Medchal Malkajgiri Hyderabad - 500 062. (T.S.)
Visit us at : www.xlenergy.co, E-mail : info@xlenergy.co,
Phone : +91 (40) 2714 5317

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The 31st Annual General Meeting of the Company was held on Saturday, the 29th September, 2018 at 9.30 AM at the premises of the Company's plant at Plot No. 31&32, IDA, Mallapur, Hyderabad – 500076.

Ms Bhargavi M, Company Secretary, welcomed the Directors and members to the meeting and Mr Aneesh Mittal, Wholetime Director of the Company was invited to chair the meeting and commence the proceedings of the meeting.

The Chairman called the meeting to order as the requisite quorum was present and stated the following:

(i) Copies of Annual Report, Annual General Meeting (AGM) Notice, Notice of e-voting etc. were sent to the members who have registered their email id with the Company / Depository participants (DPs) / Registrar and Share Transfer Agent (RTA). Members whose email ids were not registered with the Company / DPs / RTA were sent physical copies of AGM Notice, Annual Report and notice of e-voting through permitted mode.

(ii) In compliance with the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had engaged Central Depository Services (India) Limited and Bigshare Services Private Limited, the Registrar and Share Transfer Agents as the Authorized Agency to provide remote e-voting facility to the members to cast their votes for resolutions as mentioned in the AGM notice dated 14th August, 2018. The remote e-voting facility was available to the members from Tuesday, the 25th September, 2018 at 9.00 AM till Friday, the 28th September, 2018 at 5.00 PM.

(iii) The remote e-voting event number (EVSN), user Id and password along with the detailed instructions for e-voting were provided in the notice of e-voting, sent along with the notice of Annual General Meeting.

(iv) The Company has appointed Mr R Ramakrishna Gupta of M/s R & A Associates, Company Secretaries, Hyderabad as the Scrutinizers' to scrutinize the remote e-voting and poll process at the AGM in a fair and transparent manner.

(v) Register of Directors, Key Managerial Personnel and their shareholding, Directors' Report, Auditors' Report, Secretarial Audit Report and other statutory documents were kept open for inspection of members during the meeting.

The Chairman, then briefly reported on the activities of the company for the financial year ended 31st March, 2018.

At the request of the Chairman, Ms Bhargavi M, Company Secretary, read out the Statutory Auditors' Report and Secretarial Auditors' Report.

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The Chairman informed that pursuant to section 109 of the Companies Act, 2013, the members who have not casted their votes through remote e-voting facility can cast their votes through physical voting through ballot form (poll) that has been made available at the venue.

The Chairman then proceeded with the business of the meeting and the following items were transacted:

S. No.	Brief Particulars of the Resolutions
	Ordinary Business
1.	To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March 2018,together with reports of the Board of Directors' and Auditors' thereon.
2.	To appoint a Director in place of Mr Aneesh Mittal, Director (DIN: 00061365), who retires by rotation and being eligible offers himself for re-appointment.
3.	To appoint Statutory auditors.
	Special Business
4.	To re-appoint Mr Dinesh Kumar as Managing Director (DIN: 00054833)
5.	To re-appoint Mr Aneesh Mittal as Whole time Director (DIN: 00061365).

The Chairman then asked the members to raise queries if any, on the aforesaid business and the queries raised by few shareholders were satisfactorily answered.

The Chairman then, thanked the members for their participation and requested Mr R Ramakrishna Gupta, Scrutinizer to commence the e-voting / poll process and further informed the members, that the results of votes cast by them through remote e-voting and poll, on the basis of the report of the Scrutinizer, shall be announced not later than forty eight (48) hours of the conclusion of the meeting. The same shall also be submitted to the Stock Exchanges (National Stock Exchange of India Limited and BSE Limited) and shall also be posted on the website of the Company.

Mr R Ramakrishna Gupta, Scrutinizer conducted the e-voting / poll at the venue. The Company officials assisted the members in voting process.

Upon completion of the voting process, the Chairman thanked everyone for their effective participation.

Thereafter, the meeting was concluded by proposing vote of thanks to the Chair by Ms Bhargavi M, Company Secretary.

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CIN:L31300TG1985PLC005844

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On the basis of the Scrutinizer's Report of remote electronic voting and poll conducted at the Annual General Meeting dated 29th September, 2018, the summary of which is mentioned hereunder, the Company announced the results of voting on 29th September, 2018 that all the resolutions for the Ordinary and Special business as set out in item no. 1 to 5 in the Notice of the 31st Annual General Meeting of the Company have been duly passed by requisite majority. The summary of the Scrutinizer's Report is as follows:

Resolution	No of Valid Votes	No. of Votes in favour	No. of Votes Against	No. of Invalid votes	Result
1.To receive, consider and adopt audited Financial Statements of the Company for the financial year ended 31st March, 2018	5098527	5098277	250	908	Ordinary Resolution passed with requisite majority
2. Re-appointment of Mr Aneesh Mittal (DIN: 00061365) as a Director liable to retire by rotation.	5098527	5097973	554	908	Ordinary Resolution passed with requisite majority
3. Appointment of M/s. V N R Associates, Chartered Accountants, Hyderabad, as the Statutory Auditors of the Company and to fix their remuneration.	5098527	5098277	250	908	Ordinary Resolution passed with requisite majority
4. . Re-appointment of Mr Dinesh Kumar as Managing Director (DIN: 00054833)	5098527	5098277	250	908	Ordinary Resolution passed with requisite majority
5. Re-appointment of Mr Aneesh Mittal as Whole time Director (DIN: 00061365)	5098527	5097973	554	908	Ordinary Resolution passed with requisite majority

Thanking you.

Yours truly,
For XL Energy Limited

Bhargavi M
Company Secretary

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